

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION – DETROIT**

In Re:

Case No. 13-53846

CITY OF DETROIT, MICHIGAN,

Chapter 9

Debtor.

Hon. Steven W. Rhodes

***EX PARTE* MOTION OF MERRILL LYNCH CAPITAL SERVICES, INC.
AND UBS AG FOR AN ORDER AUTHORIZING THEM TO FILE A
JOINT STATEMENT AND REPLY IN EXCESS OF PAGE LIMITS**

Merrill Lynch Capital Services, Inc. (“Merrill Lynch”) and UBS AG (“UBS”), both creditors and/or parties in interest in the above-captioned case, move the Court, pursuant to Rule 9014-1 of the Local Rules of the United States Bankruptcy Court for the Eastern District of Michigan (the “Local Bankruptcy Rules”), for the entry of an order authorizing Merrill Lynch and UBS to file a joint statement in support of the Motion of Debtor for Entry of an Order (I) Authorizing the Assumption of That Certain Forbearance and Optional Termination Agreement Pursuant to Section 365(a) of the Bankruptcy Code, (II) Approving Such Agreement Pursuant to Rule 9019 and (III) Granting Related Relief (ECF No. 17, corrected at ECF No. 157) (the “Motion”) and in reply to the objections to the Motion (a “Statement and Reply”). In support of their motion, Merrill Lynch and UBS respectfully submit as follows:

1. The City of Detroit, Michigan, filed the Motion on July 18, 2013, to approve the Forbearance and Optional Termination Agreement (the “FOTA”), dated July 15, 2013.

2. Thirteen parties have filed objections to the Motion (collectively, the “Objections”). The Objections total 188 pages and include a 52-page objection filed by Syncora Guarantee Inc. and Syncora Capital Assurance Inc. (ECF No. 366), and a 22-page objection filed by Financial Guaranty Insurance Company (ECF No. 360). The Objections raise complex legal issues that require detailed analysis of both the Bankruptcy Code and state law.

3. Merrill Lynch and UBS support the Motion. They are parties to the FOTA, and they have a significant stake in the outcome of the Motion. Moreover, they are uniquely positioned to address certain legal issues raised in the Objections.

4. Because of the volume and complexity of the Objections, Merrill Lynch and UBS seek leave to file a Statement and Reply of no more than forty (40) pages. Merrill Lynch and UBS have not filed any other papers in connection with the Motion.

WHEREFORE, Merrill Lynch and UBS respectfully request that this Court enter an order substantially in the form attached as **Exhibit 1** and grant such other relief as the Court deems proper.

Dated: December 10, 2013

WARNER NORCROSS & JUDD LLP

By: /s/ Stephen B. Grow

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